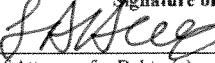


UNITED STATES BANKRUPTCY COURT Northern District of Texas		VOLUNTARY PETITION																					
Name of Debtor (if individual, enter Last, First, Middle): ERG Intermediate Holdings, LLC		Name of Joint Debtor (Spouse) (Last, First, Middle):																					
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): See Schedule 1 Attached		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):																					
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 46-1372521		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):																					
Street Address of Debtor (No. and Street, City, and State): 333 Clay Street Suite 4400 Houston, TX		Street Address of Joint Debtor (No. and Street, City, and State):																					
		ZIP CODE 77002	ZIP CODE																				
County of Residence or of the Principal Place of Business: Harris County		County of Residence or of the Principal Place of Business:																					
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address):																					
		ZIP CODE	ZIP CODE																				
Location of Principal Assets of Business Debtor (if different from street address above): See Schedule 1 Attached																							
Type of Debtor (Form of Organization) (Check one box.)		Nature of Business (Check one box.)	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)																				
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding																				
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:		Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.																				
Filing Fee (Check one box.)		Chapter 11 Debtors																					
<input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (<i>amount subject to adjustment on 4/01/16 and every three years thereafter</i>). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).																					
Statistical/Administrative Information																							
<input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.																							
Estimated Number of Creditors <table style="width: 100%; text-align: center;"> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>1-49</td> <td>50-99</td> <td>100-199</td> <td>200-999</td> <td>1,000- 5,000</td> <td>5,001- 10,000</td> <td>10,001- 25,000</td> <td>25,001- 50,000</td> <td>50,001- 100,000</td> <td>Over 100,000</td> </tr> </table>				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1-49	50-99	100-199	200-999	1,000- 5,000	5,001- 10,000	10,001- 25,000	25,001- 50,000	50,001- 100,000	Over 100,000
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>														
1-49	50-99	100-199	200-999	1,000- 5,000	5,001- 10,000	10,001- 25,000	25,001- 50,000	50,001- 100,000	Over 100,000														
Estimated Assets <table style="width: 100%; text-align: center;"> <tr> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td> <td>\$50,001 to \$100,000</td> <td>\$100,001 to \$500,000</td> <td>\$500,001 to \$1 million</td> <td>\$1,000,001 to \$10 million</td> <td>\$10,000,001 to \$50 million</td> <td>\$50,000,001 to \$100 million</td> <td>\$100,000,001 to \$500 million</td> <td>\$500,000,001 to \$1 billion</td> <td>More than \$1 billion</td> </tr> </table>				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>														
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion														
Estimated Liabilities <table style="width: 100%; text-align: center;"> <tr> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td> <td>\$50,001 to \$100,000</td> <td>\$100,001 to \$500,000</td> <td>\$500,001 to \$1 million</td> <td>\$1,000,001 to \$10 million</td> <td>\$10,000,001 to \$50 million</td> <td>\$50,000,001 to \$100 million</td> <td>\$100,000,001 to \$500 million</td> <td>\$500,000,001 to \$1 billion</td> <td>More than \$1 billion</td> </tr> </table>				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>														
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion														
THIS SPACE IS FOR COURT USE ONLY																							

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): ERG Intermediate Holdings, LLC
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)		
Location Where Filed:	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)		
Name of Debtor:	Case Number:	Date Filed:
District:	Relationship:	Judge:
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		X _____ Signature of Attorney for Debtor(s) (Date)
Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.		
Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D, completed and signed by the debtor, is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.		
Information Regarding the Debtor - Venue (Check any applicable box.) <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.		
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.) <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) _____ (Name of landlord that obtained judgment) _____ (Address of landlord)		
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).		

B1 (Official Form 1) (04/13)

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): ERG Intermediate Holdings, LLC
Signatures		
Signature(s) of Debtor(s) (Individual/Joint) <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>Telephone Number (if not represented by attorney)</p> <p>Date</p>		Signature of a Foreign Representative <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition. (Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>(Printed Name of Foreign Representative)</p> <p>Date</p>
Signature of Attorney*  <p>X _____ Signature of Attorney for Debtor(s) Thomas A. Howley Printed Name of Attorney for Debtor(s) JONES DAY Firm Name 717 Texas Avenue #3300 Houston, TX 77002-2712 Address (832) 239-3939 Telephone Number 04/30/2015 Date</p> <p>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</p>		Signature of Non-Attorney Bankruptcy Petition Preparer <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>Address</p> <p>X _____ Signature</p> <p>Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</p>

**SCHEDULE 1 TO VOLUNTARY PETITION
ERG INTERMEDIATE HOLDINGS, LLC**

A. The debtor's estimated number of creditors, estimated assets and estimated liabilities are listed on a consolidated basis based upon the unaudited consolidated balance sheets of the Debtors (as defined below) as of December 31, 2014.

B. All Other Names Used by the Debtor in the last 8 years (including trade names):

None.

C. Locations of Principal Assets of Business of Debtors (on a consolidated basis):

Kern County, California;
Santa Barbara County, California;
Liberty County, Texas; and
Harris County, Texas

D. Pending Bankruptcy Cases Filed by Affiliates of the Debtor:

On the date hereof, each of the affiliated entities listed below, including the debtor in this chapter 11 case (collectively, the "Debtors"), filed a petition in this Court for relief under chapter 11 of title 11 of the United States Code. Contemporaneously with the filing of their petitions, the Debtors filed a motion requesting that the Court consolidate their chapter 11 cases for administrative purposes only.

1. ERG Intermediate Holdings, LLC
2. ERG Resources, L.L.C.
3. West Cat Canyon, L.L.C.
4. ERG Interests, LLC
5. ERG Operating Company, LLC

**ACTION BY WRITTEN CONSENT OF THE
SOLE MANAGER OF ERG INTERMEDIATE HOLDINGS, LLC**

April 30, 2015

The undersigned, acting pursuant to the applicable statutory and other legal requirements for ERG Intermediate Holdings, LLC, a Texas limited liability company (the “Company”), is sole manager (the “Manager”) of and thereby constitutes all of the directors, members or applicable representatives (the “Requisite Group”) required by applicable law and the Company’s organizational documents (the “Applicable Requirements”) to act for the Company, and the undersigned, acting in accordance with the authority contained in the Applicable Requirements, waiving all notice, does hereby consent to and adopt the resolutions set forth on Exhibit A attached hereto and authorizes the taking of actions specified therein without a meeting, by written consent (this “Written Consent”) by the Company, and all such authorizations of actions by the Company hereunder shall include actions taken by the Company on behalf of itself and (if applicable) as a shareholder, member, managing member, manager, general partner, trustee, beneficiary, other controlling or significant interest owner, or other type of representative whether similar to, or different from, the foregoing with the power, alone or together with other such representatives, to take action on behalf of, or to bind, another person.

[Signature page follows.]

IN WITNESS WHEREOF, the Manager has executed this Written Consent as of the date first indicated above.

ERG Intermediate Holdings, LLC,
A Texas limited liability company

Name: Scott Y. Wood
Title: Manager

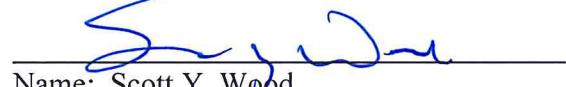


Exhibit A

**RESOLUTIONS ADOPTED BY THE SOLE MANAGER OF
ERG INTERMEDIATE HOLDINGS, LLC**

WHEREAS, the Manager has evaluated the Company's alternatives in connection with a possible restructuring and has determined that the filing of a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") is in the best interests of the Company and its stakeholders;

WHEREAS, ERG Resources, L.L.C., a Texas limited liability company ("ERG") proposes to enter into that certain Senior Secured Superpriority Debtor-In-Possession Credit Agreement dated as of the date hereof (the "Credit Agreement"; capitalized terms used but not defined herein shall have the meanings assigned to such terms in the Credit Agreement) among ERG, certain lenders party thereto (the "Lenders") and CLMG Corp., as Administrative Agent (in such capacity, the "Administrative Agent"), to provide for a senior secured superpriority debtor-in-possession revolving credit facility (the "DIP Facility");

WHEREAS, in connection with the Credit Agreement, the Lenders require that the Company enter into (i) the Security Agreement (the "Security Agreement"), (ii) the Guaranty (the "Guaranty"), and (iii) each other Credit Document (as defined below) to which the Company is a party, all substantially in the forms presented to and reviewed by the Manager, pursuant to which it is proposed, among other things, that the Company guaranty the payment and performance obligations of ERG under the Credit Agreement and grant a security interest in substantially all of its assets or certain of its assets, as the case may be, to secure its obligations under such Credit Documents; and the Manager has determined that it is in the best interest of the Company, and it is necessary or convenient to the conduct, promotion, or attainment of the business of the Company, to guaranty such obligations, to grant such security interest and, to the extent applicable, to pledge such assets;

WHEREAS, the Credit Agreement, the Guaranty and all of the other agreements, certificates, documents, instruments and writings that the Manager or any officer of the Company shall deem necessary or advisable to consummate the Credit Agreement, including any amendments, amendments and restatements or other modifications to any of the foregoing, are collectively referred to as the Credit Documents (the "Credit Documents");

WHEREAS, in connection with the execution, delivery and performance by the Company of the Credit Documents to which it is a party, the Company may be required, or may deem it necessary or appropriate, to take such other actions, including, without limitation, the filing of UCC financing statements or amendments thereto, or other filings necessary to perfect or give notice of liens, the delivery of stock powers and stock or other equity certificates, the payment of fees, costs and expenses, the giving of notices, the designation of persons authorized to act, and other actions as may be necessary or appropriate to perform under any Credit Document to which it is a party (collectively, the "Related Actions");

Resolutions

AUTHORIZATION TO COMMENCE A BANKRUPTCY CASE

NOW, THEREFORE, BE IT:

RESOLVED, that the Manager has declared, and hereby does declare, that it is in the best interests of the Company and its stakeholders that the Company seek relief under the Bankruptcy Code; and be it

FURTHER RESOLVED, that the Company shall be, and it hereby is, authorized to (a) file a voluntary petition (the “Petition”) for relief under Chapter 11 of the Bankruptcy Code (the ”Chapter 11 Case”), in the United States Bankruptcy Court for the Northern District of Texas or such other court as any authorized officer of the Company shall determine to be appropriate (the “Bankruptcy Court”), (b) direct its appropriate subsidiaries to file chapter 11 petitions for relief under the Bankruptcy Code in the Bankruptcy Court and (c) to perform any and all such acts as are reasonable, advisable, expedient, convenient, proper or necessary to effectuate the purpose and intent of the foregoing; and be it

FURTHER RESOLVED, that the proper officers of the Company be, and each of them acting alone hereby is, authorized and directed, in the name and on behalf of the Company, to: (a) execute, acknowledge, deliver and verify the Petition and all other ancillary documents, and cause the Petition to be filed with the Bankruptcy Court and make or cause to be made prior to execution thereof any modifications to the Petition or ancillary documents as any such officer, in such person's discretion, deems necessary, desirable or appropriate to carry out the intent and accomplish the purposes of these resolutions; (b) execute, acknowledge, deliver, verify and file or cause to be filed all petitions, schedules, statements, lists, motions, applications and other papers or documents necessary or desirable in connection with the foregoing; (c) execute, acknowledge, deliver and verify any and all other documents necessary, desirable or appropriate in connection therewith and to administer the Company's Chapter 11 Case in such form or forms as any such officer may deem necessary or advisable and in order to effectuate the purpose and intent of the foregoing resolutions; and (d) engage any professionals, including attorneys, accountants, financial advisors, investment bankers, actuaries, consultants or brokers as any such officer, in such person's discretion, deems necessary, desirable or appropriate to accomplish the purposes of these resolutions; that their authority to act under these resolutions shall be conclusively evidenced by their so acting; and that any and all such actions heretofore taken on behalf of the Company in such respects contemplated thereby are hereby ratified, approved and confirmed as the act and deed of the Company; and be it

FURTHER RESOLVED, that the engagement by the Company of (a) AP Services, LLC, (b) DLA Piper, LLP; (c) Epiq Bankruptcy Solutions, LLC and (d) Jones Day is hereby ratified, adopted and approved in all respects; and be it

FURTHER RESOLVED, that Jones Day, and any additional co-counsel or special or local counsel selected by the Company, shall be, and hereby are, authorized, empowered and

directed to represent the Company, as debtor and debtor in possession, in connection with any Chapter 11 case commenced by or against it under the Bankruptcy Code; and be it

FURTHER RESOLVED, that the retention by the Company of Rebecca A. Roof as Chief Restructuring Officer ("CRO"), and the Company's grant of full authority to the CRO to (i) direct the Acceptable Sale Process and (ii) direct or instruct the Company and its Subsidiaries to take or cause the actions necessary or appropriate to achieve the Milestones, are adopted and approved in all respects.

AUTHORIZATION TO ENTER INTO THE DIP FACILITY

NOW, THEREFORE, BE IT:

RESOLVED, that the Company be, and is hereby, authorized and directed to (a) execute and deliver, and to perform its obligations under, the Credit Documents to which it is a party and (b) take all Related Actions; and be it

FURTHER RESOLVED, that the proper officers of the Company be, and each of them acting alone hereby is, authorized and directed, in the name and on behalf of the Company, to negotiate the form, terms and provisions of, and to execute and deliver each of the Credit Documents to which the Company is a party, in the name of and on behalf of the Company, substantially as described above with such changes therein, additions thereto and deletions therefrom as such officer of the Company executing the same may in his, her or their sole and absolute discretion approve, such approval to be conclusively evidenced by his, her or their execution and delivery of any such Credit Document; and be it

FURTHER RESOLVED, that each Credit Document and all of the transactions contemplated thereby be, and each of them hereby is, authorized, ratified and approved in all respects on the terms determined by the officers and on such other terms and conditions included in the final forms of the agreements to be negotiated, executed and delivered in connection therewith; and the officers of the Company be, and each of them hereby is, authorized to execute and deliver the Credit Documents in the name of and on behalf of the Company and to perform the Company's obligations thereunder and to take all actions in accordance therewith that any of them may deem necessary or advisable to consummate the transactions contemplated thereby and the actions of such officers in negotiating the terms of, and in executing, the Credit Documents on behalf of the Company be, and they hereby are, ratified, confirmed, approved and adopted; and be it

FURTHER RESOLVED, that the Company be, and it hereby is, authorized and empowered to grant security interests in, and to pledge, mortgage or grant deeds of trust with respect to, its right, title and interest in and to its properties and assets and to guaranty certain payment and performance obligations of ERG, in each such case as contemplated by the Credit Documents and as any of the officers of the Company may deem necessary or advisable to carry out the terms, intents and purposes of any Credit Documents to which the Company is a party and/or the transactions contemplated thereby; and be it

FURTHER RESOLVED, that any officer of the Company be, and each of them hereby is, authorized and empowered to negotiate the form, terms and provisions of, and to execute and deliver for and in the name and on behalf of the Company, any and all security documents (including without limitation Uniform Commercial Code financing statements) and any other notices, certificates, instruments, documents, and writings and to do and perform or cause to be done and performed all such other acts as such officer shall from time to time deem necessary, advisable or appropriate in order (a) to consummate the transactions described in the Credit Documents, (b) to give or undertake security, assurances or obligations to the Lenders in connection therewith and/or (c) to perform and comply with all covenants and agreements and meet and satisfy all conditions and obligations of the Company set forth in the Credit Documents or any of the instruments, documents and agreements executed or delivered by the Company, including as may be required by the Credit Documents and any other documents requested by the Administrative Agent in order to effect the transactions contemplated by the Credit Agreement; and be it

FURTHER RESOLVED, that any officer of the Company be, and each of them hereby is, authorized to take Related Actions (or any Related Action) in the name of an on behalf of the Company and to perform the Company's obligations with respect thereto, and to take all actions in accordance therewith that any of them may deem necessary or advisable to effectuate such Related Actions, and the taking by such officer of Related Actions (or any Related Actions) and the actions of such officers in negotiating the terms of, and executing and delivering, any documents or agreements associated therewith on behalf of the Company be, and they hereby are, ratified, confirmed, approved and adopted; and be it

FURTHER RESOLVED, that any officers of the Company be, and each of them hereby is, authorized to execute and deliver any amendments, modifications, or supplements to, any reaffirmations of, and any waivers or consents under, any Credit Documents to which the Company is a party (including without limitation any extensions for any period, any increases and any restructuring, refinancing or rearrangement of obligations therewith) in the name and on behalf of the Company and to perform the Company's obligations under any such agreement (and any Credit Document as amended thereby), and to take all actions in accordance therewith that any of them may deem necessary or advisable to consummate the transactions contemplated thereby (and any such Credit Document as amended thereby), and the actions of such officer in negotiating the terms of, and in executing and delivering, any such agreement upon the terms set forth in the final form thereof be, and they hereby are, ratified, confirmed, approved and adopted; and be it

FURTHER RESOLVED, that, for any limited liability companies with the Company as member that are Guarantors, the Company be, and it hereby is, authorized and empowered to execute and deliver such consents, resolutions and authorizations approving the execution and delivery of the Credit Documents, and to execute and deliver any Credit Documents, as the Company may deem necessary or advisable to carry out the terms, intents and purposes of the Credit Documents, or as required by the Administrative Agent in order to effect the financing contemplated by the Credit Agreement.

GENERAL RESOLUTIONS

NOW, THEREFORE, BE IT:

RESOLVED, that R. Kelly Plato (the “Chief Financial Officer”) and any proper officer of the Company shall be, and each of them, hereby is, authorized, directed and empowered, in the name and on behalf of the Company, as debtor and debtor in possession, to negotiate, execute, deliver, and perform on behalf of, and take such actions and execute, acknowledge, deliver and verify such agreements, certificates, instruments, guaranties, mortgages, notices and any and all other documents, and to pay all such fees, expenses and taxes, as any proper officer of the Company may deem necessary or appropriate to facilitate the transactions contemplated by the foregoing resolutions, as may be deemed necessary, desirable or appropriate; and be it

FURTHER RESOLVED, that immediately prior to the filing of the Chapter 11 Case (a) Scott Y. Wood shall be deemed to resign each of his positions as the Manager, the President and the Secretary of the Company and (b) R. Kelly Plato shall become the sole Manager of the Company; and be it

FURTHER RESOLVED, that all acts lawfully done or actions lawfully taken by the Chief Financial Officer or any officer of the Company or any professionals engaged by the Company in connection with the Chapter 11 Case or any proceedings related thereto, any matter related thereto or the DIP Facility, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company; and be it

FURTHER RESOLVED, that any and all actions and transactions by the Manager, the Chief Financial Officer or any officer for and on behalf and in the name of the Company with respect to any transactions contemplated by the foregoing resolutions before the adoption of the foregoing resolutions be, and they hereby are, ratified, authorized, approved, adopted and consented to in all respects for all purposes; and be it

FURTHER RESOLVED, that the Manager, Chief Financial Officer and any proper officer of the Company hereby are authorized and directed to certify and/or attest to these resolutions, certificate of incumbency and such other documents or instruments that the Manager or such proper officer may deem necessary or appropriate in connection with the foregoing matters; provided, however, that such certification and/or attestation shall not be required for any document, instrument or agreement to be valid and binding on the Company.

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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§ Chapter 11
	§
ERG Intermediate Holdings, LLC, <i>et al.</i> , ¹	§ Joint Administration Pending
	§
Debtors.	§ Case No.:

**CONSOLIDATED LIST OF CREDITORS
HOLDING 20 LARGEST UNSECURED CLAIMS**

The debtor in this chapter 11 case and certain affiliated entities (collectively, the "Debtors") each filed a petition in this Court on the date hereof for relief under chapter 11 of title 11 of the United States Code. Contemporaneously with the filing of their petitions, the Debtors filed a consolidated list of the 20 largest unsecured creditors of the Debtors (the "Top 20 List") in lieu of a separate list for each Debtor. The Top 20 List is based on the Debtors' books and records as of approximately April, 28, 2015 and was prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtors' chapter 11 cases. The Top 20 List does not include: (1) persons who come within the definition of "insider" set forth in 11 U.S.C. §101(31); or (2) secured creditors, unless the value of the collateral is known and the creditor's unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. The information presented in the Top 20 List shall not constitute an admission by, nor is it binding on, the Debtors.

¹

The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are ERG Intermediate Holdings, LLC (2521); ERG Resources, L.L.C. (0408); West Cat Canyon, L.L.C. (7377); ERG Interests, LLC (2081); and ERG Operating Company, LLC (7946). ERG Intermediate Holdings, LLC is the direct or indirect parent of each of its affiliated Debtors. The mailing address for each of the Debtors, with the exception of ERG Operating Company, LLC, is 333 Clay Street Suite 4400, Houston, TX 77002. The mailing address for ERG Operating Company, LLC is 4900 California Avenue Suite 300B, Bakersfield, CA 93309. The above addresses are listed solely for the purposes of notices and communications.

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 Consolidated List of Creditors Holding 20 Largest Unsecured Claims ("Top 20 List")

	Name of Creditor	Complete Mailing Address, and Employee, Agents, or Department Familiar with Claim	Nature of Claim (Trade Debt, bank loan, government contract, etc.)	Indicate if Claim is Contingent, Dispute, Unliquidated or subject to setoff	Amount of Claim	Fax #	Email
1	Chevron U.S.A., Inc.	9525 Camino Media Bakersfield, CA 93311 Attention: Rebecca Trujillo	Royalty Agreement		3,820,204	805-546-6900	rtru@chevron.com
		General Counsel's Office Attn: Bankruptcy Matters 6001 Bollinger Cyn Rd, BLDG T San Ramon, CA 94583				925-842-2846	arms@chevron.com
		Attn: David Singer, Assistant Secretary 1400 Smith Street Houston, TX 77002				866-741-5436	
2	Pacific Petroleum California, Inc.	PO Box 2646 Orcutt, CA 93457	Trade Debt		2,171,453	805-925-1947	Ecantu@PacificPetroleumCAinc.com info@ppcinc.biz
3	M M I Services, Inc.	4042 Patton Way Bakersfield, CA 93308	Trade Debt		1,660,441	661-589-2080	Mel.McGowan@mmi-services.com
4	Construction Specialty Service, Inc.	4550 Buck Owens Blvd Bakersfield, CA 93308	Trade Debt		830,405	661-663-7077	sfenton@cssincorp.biz
5	Pat Phelan Construction	235 Phelan Ranch Way Arroyo Grande, CA 93420	Trade Debt		570,440	805-473-5918	patphelanconstruction@yahoo.com
6	West Coast Welding & Constr. Inc.	PO Box 1915 Ventura, CA 93002	Trade Debt		498,388	805-604-1566	kassandra@westcoastwelding.net
7	DLA Piper LLP (US)	1000 Louisiana Street, Suite 2800 Houston, TX 77002-5005	Trade Debt		405,412	713-300-6045	jack.langlois@dlapiper.com
8	Hollister & Brace, PC	Attorneys at Law PO Box 630 Santa Barbara, CA 93101	Trade Debt		349,353	805-688-3587	hblaw@hbsb.com
9	SCS Engineers	3900 Kilroy Airport Way Suite 100 Long Beach, CA 90806	Trade Debt		344,609	760-744-8616	service@scsengineers.com
10	Central Coast Piping Products	801 Maulhardt Ave Oxnard, CA 93030	Trade Debt		337,859	805-485-7881	kevin@justpipe.com
11	Speed's Oil Tool Service Inc	P O Box 276 Santa Maria, CA 93456-0276	Trade Debt		284,778	805 925-3274	cheryl@speedsoil.com
12	P C Mechanical Inc	2803 Industrial Parkway Santa Maria, CA 93455	Trade Debt		279,587	805-925-6168	lparker@pcmechanical.com
13	Quinn Pumps CA, Inc	PO Box 31001-1392 Pasadena, CA 91110-1392	Trade Debt		226,339	432-687-2997	wmortensen@quinnpumps.com
14	Dowden Electrical Service	509 Hilltop Court Taft, CA 932608	Trade Debt		224,258		dowdenelectrical@gmail.com Jdowden04@yahoo.com
15	Macquarie Group	125 West 55th Street Attn: General Counsel New York, NY 10019	Trade Debt		221,690	312-756-3810	mick.solimene@macquarie.com
16	Drlitek Inc	901 Tower Way Suite 102 Bakersfield, CA 93309	Trade Debt		208,589	661-327-4150	drilltec@drilltec.com.
17	Pacific Gas & Electric	C/O BANKRUPTCY DEPARTMENT PO BOX 8329 Stockton, CA 95208	Trade Debt		171,683	1-415-973-8719	prh5@pge.com
18	Electrical Solutions Corp	2368 Eastman Ave Suite 13 Venutra, CA 93003	Trade Debt		125,240	805-658-0868	esc@escventura.com
19	Simpson Thacher & Bartlett LLP	2 Houston Center – Suite 1475 909 Fannin Street Houston, Texas 77010	Trade Debt		119,150	1-713-821-5602	rrabalais@stblaw.com
20	Engel & Gray Inc	745 West Betteravia Rd P O Box 5020 Santa Maria, CA 93456-5020	Trade Debt		104,201	805-925-8023	Sales@engelandgray.com

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re: § Chapter 11
§
ERG Intermediate Holdings, LLC, *et al.*,¹ § Joint Administration Pending
§
Debtors. § Case No.:

**DECLARATION REGARDING CONSOLIDATED LIST OF
CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

I, R. Kelly Plato, Chief Financial Officer of ERG Resources, L.L.C., declare under penalty of perjury that I have reviewed the foregoing "Consolidated List of Creditors Holding 20 Largest Unsecured Claims" and that it is true and correct to the best of my knowledge, information and belief.

Date: April 30, 2015

Signature:



R. Kelly Plato
Chief Financial Officer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

¹

The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are ERG Intermediate Holdings, LLC (2521); ERG Resources, L.L.C. (0408); West Cat Canyon, L.L.C. (7377); ERG Interests, LLC (2081); and ERG Operating Company, LLC (7946). ERG Intermediate Holdings, LLC is the direct or indirect parent of each of its affiliated Debtors. The mailing address for each of the Debtors, with the exception of ERG Operating Company, LLC, is 333 Clay Street Suite 4400, Houston, TX 77002. The mailing address for ERG Operating Company, LLC is 4900 California Avenue Suite 300B, Bakersfield, CA 93309. The above addresses are listed solely for the purposes of notices and communications.

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re: § Chapter 11
§
ERG Intermediate Holdings, LLC, *et al.*,¹ § Joint Administration Pending
§
Debtors. § Case No.:

DECLARATION CONCERNING CONSOLIDATED MASTER CREDITOR LIST

I, R. Kelly Plato, Chief Financial Officer of ERG Resources, L.L.C., declare under penalty of perjury that I have reviewed the master creditors list, electronically filed contemporaneously herewith, and that as best as could be ascertained after diligent inquiry, it is a full and complete list of all creditors and parties with whom the Debtors conduct business, including their mailing addresses (the "Master Creditors List"). The Debtors will update the Master Creditors List as more information becomes available.

The information contained herein is based upon a review of the Debtors' books and records. However, no comprehensive legal or factual investigation with regard to possible defenses to any claims set forth in this document have been completed. Therefore, this listing does not and should not be deemed to constitute: (1) a waiver of any defense to any below-listed claim; (2) an acknowledgement of the allowability of any below-listed claim; or (3) a waiver of any other right or legal position of the Debtors.

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¹

The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are ERG Intermediate Holdings, LLC (2521); ERG Resources, L.L.C. (0408); West Cat Canyon, L.L.C. (7377); ERG Interests, LLC (2081); and ERG Operating Company, LLC (7946). ERG Intermediate Holdings, LLC is the direct or indirect parent of each of its affiliated Debtors. The mailing address for each of the Debtors, with the exception of ERG Operating Company, LLC, is 333 Clay Street Suite 4400, Houston, TX 77002. The mailing address for ERG Operating Company, LLC is 4900 California Avenue Suite 300B, Bakersfield, CA 93309. The above addresses are listed solely for the purposes of notices and communications.

12158 SOUTH
598 HALKIRK ST
SANTA BARBARA, CA 93110

4725 TOBEY ST
SAN DIEGO, CA 92120

A QUALITY AUTO BODY
5965 DALEY STREET
GOLETA, CA 93117

A&G MANAGEMENT SERVICES
11360 FORTUNE CIRCLE STE E-6A
WELLINGTON, FL 33414

A. A. STERLING JR.
6138 INWOOD DR.
HOUSTON, TX 77057-3500

A. V. SCOTT INVESTMENTS LTD
720 ASHLEY PL
MURPHY, TX 75094

A. W. DUGAN
1415 LOUISIANA, STE., 3100
HOUSTON, TX 77002

A2D TECHNOLOGIES INC
P.O. BOX 203086
DALLAS, TX 75320-3086

AAPL
P.O. BOX 225395
DALLAS, TX 75222

AARON RICE ELECTRIC
ATTN: AARON RICE
4807 KARNES RD
SANTA MARIA, CA 93455

AATECH INC
P.O. BOX 366
FONTANA, CA 92334

ABEL DESIGN GROUP, LTD.
777 POST OAK, SUITE 350
HOUSTON, TX 77056

ACCELERATED ENVIRONMENTAL
SERVICES, INC.
P.O. BOX 398
TAFT, CA 93268

ACCORD DESIGN GROUP
2370 SKYWAY DRIVE
SUITE 101
SANTA MARIA, CA 93455

ACCOUNTEMPS
333 CLAY STREET STE 4850
HOUSTON, TX 77002

ACE PUMP INC
848A WEST CENTURY ST
SANTA MARIA, CA 93455

ACE USA
TWO RIVERWAY
SUITE 900
HOUSTON, TX 77056

ACQUISTAPACE FARMS INC
1635 N. BLOSSER RD
SANTA MARIA, CA 93458

ACS PREMIER INC
3070 SKYWAY DRIVE
SUITE 501
SANTA MARIA, CA 93455

ACT-1 PERSONNEL SERVICES, INC
P.O. BOX 29048
GLENDALE, CA 91209-9048

ACTION PRODUCTION SERVICES, LLC
P.O. BOX 816
HARDIN, TX 77561

ADA CATHERINE CONE
13895 SOUND OVERLOOK DR. N.
JACKSONVILLE, FL 32224

ADAM SIMMONS
P.O. BOX 91
GOLETA, CA 93116

ADOLPH BURL CONE
P.O. BOX 50277
JACKSONVILLE BEACH, FL 32240-0277

ADOLPH O. SUSHOLTZ
3834 SPICEWOOD SPRINGS RD.
AUSTIN, TX 78759-8978

ADP BENEFIT SERVICES
P.O. BOX 7247-0367
PHILADELPHIA, PA 19170-0367

ADVANCED INDUSTRIAL SERVICES
34933 IMPERIAL AVE.
BAKERSFIELD, CA 93308

ADVANTAGE ANSWERING PLUS
3421 EMPRESA SUITE C
SAN LUIS OBISPO, CA 93401-7364

ADVANTAGE LAND RESOURCES INC
ATTN: SAL MICELI
110 BITTERNUT LN
LAFAYETTE, LA 70507

AECOM TECHNICAL SERVICES, INC.

1178 PAYSPHERE CIRCLE
CHICAGO, IL 60674

AERONOMONSEND

ERG RESOURCES, L.L.C.
333 CLAY ST., STE. 4400
HOUSTON, TX 77002

AEROTEK ENERGY

ATTN: LYNNE J. CARRITHERS
10000 MING AVENUE
BAKERSFIELD, CA 93311-1302AEROS ENVIRONMENTAL INC
18828 HIGHWAY 65
BAKERSFIELD, CA 93308AEROTEK ENERGY
P.O. BOX 198531
ATLANTA, GA 30384-8531AF & CA FUGLER INC
6245 E. DIABLO SUNRISE ROAD
TUCSON, AZ 85756AFFORDABLE JANITORIAL
2311 CABALLERO LANE
SANTA MARIA, CA 93455AGENT INC
3950 VIA REAL #72
CARPINTERIA, CA 93013AGUSTIN MERLOS SANCHEZ
ADDRESS UNAVAILABLE AT TIME OF FILINGAIMWELL, LLC
P.O. BOX 3435
SAN RAFAEL, CA 94912ALA CARTI
ADDRESS UNAVAILABLE AT TIME OF FILINGALAN SIMPSON
DBA MAINELY MIRROR
399 NE 44TH STREET
BOCA RATON, FL 33431-5040ALBERTO AGUSTIN ARRAYAGO
ADDRESS UNAVAILABLE AT TIME OF FILINGALICIA A ALLINGTON
3670 RUCKER RD
LOMPOC, CA 93436ALISON H. BARABAN
4000 PURDUE #106
HOUSTON, TX 77005ALL AROUND LANDSCAPE SUPPLY
SCHAFF HOLDINGS INC
P.O. BOX 780
CARPINTERIA, CA 93014-0780ALL WAYS CLEAN, INC
P.O. BOX 462
MORRO BAY, CA 93443ALLAN HANCOCK COLLEGE FOUNDATION
800 S COLLEGE DR
SANTA MARIA, CA 93454ALLEE, MELINDA D
ADDRESS REDACTEDALLEN D CUMMINGS
P.O. BOX 701731
SAN ANTONIO, TX 78270-1731ALLIANT MEDIA GROUP INC
219 W CARRILLO STREET
SANTA BARBARA, CA 93101ALLY
P.O. BOX 9001948
LOUISVILLE, KY 40290-1948ALVAREZ & MARSAL NORTH AMERICA LLC
ATTN: LIZ CARRINGTON
600 MADISON AVE 6TH FLOOR
NEW YORK, NY 10022AMBIUS LLC (15)
P.O. BOX 14086
READING, PA 19612-4086AMERICAN ARBITRATION ASSOC.
13455 NOEL ROAD STE 1750
DALLAS, TX 75240AMERICAN INDUSTRIAL SUPPLY INC
543C W BETTERAVIA RD
SANTA MARIA, CA 93455AMERICAN REFRactory SVC., INC.
ATTN: PAM DOUGHERTY
540 BUTTE STREET
BAKERSFIELD, CA 93305AMERIGAS - SANTA MARIA
912 W BETTERIA ROAD
SANTA MARIA, CA 93455AMERIGAS - SANTA MARIA
P.O. BOX 7155
PASADENA, CA 91109-7155AMERIGAS - SANTA MARIA
P.O. BOX 7174
PASADENA, CA 91109-7174

AMY JANE PHILLIPS
9126 BONTURA ROAD
GRANBURY, TX 76049

ANALOG INDUSTRIES INC
DBA ADVANCED INSTRUMENTS INC.
2855 METROPOLITAN PLACE
POMONA, CA 91767

ANDERSON, MARK NEWTON
ADDRESS REDACTED

ANDREW T LOTT
13576 FOX TRAIL
LOXAHATCHEE, FL 33470

ANDREWS KURTH LLP
P.O. BOX 201785
HOUSTON, TX 77216-1785

ANGELS FOSTER CARE OF SANTA BARBARA
3905 STATE STREET, #7-115
SANTA BARBARA, CA 93105

ANN MCCLANAHAN
HC 64 BOX 2104
CASTLE VALLEY, UT 84532-9602

ANTONIO GONZALES
P.O. BOX 370
BROOKSHIRE, TX 77423-0370

A-OK MOWER SHOP INC
14 N MILPAS STREET
SANTA BARBARA, CA 93103

APEX AUTO GLASS, INC.
1020 W. BETTERAVIA RD., #A
SANTA MARIA, CA 93455

APPLETON & ASSOCIATES INC
1556 17TH STREET
SANTA MONICA, CA 90404

APPRIVER
1101 GULF BREEZE PARKWAY STE 200
GULF BREEZE, FL 32561

APT AMERICAN PIPE & TUBING
ATTN: RUSS ELROD
P.O. BOX 2124
BAKERSFIELD, CA 93303

AQUA-FLO SUPPLY
30 S LA PATERA LANE #10
GOLETA, CA 93117

ARBOR RIDGE APARTMENTS
330 EAST ENOS DR.
SANTA MARIA, CA 93454

ARKOMA PRODUCTION CO OF TX
5950 BIRKSHIRE LN STE 1400
DALLAS, TX 75225

ARROWHEAD DIRECT
P.O. BOX 856158
LOUISVILLE, KY 40285-6158

ARTHUR WILLIAM TUNELL
1951 SUNDANCE LANE
COSTA MESA, CA 92627

ARTS & LECTURES
ATTN: JULIE ASKEW
UC SANTA BARBARA
SANTA BARBARA, CA 93106-5030

ARTURO GARCIA
P.O. BOX 390182
ANZA, CA 92539-0782

ASAP MOVERS, INC.
785 HIGH STREET
SAN LUIS OBISPO, CA 93401

ASHWORTH LEININGER GROUP
601 EAST DAILY DRIVE
CAMARILLO, CA 93010

ASPECT ENGINEERING GROUP
9711 HOLLAND ST
BAKERSFIELD, CA 93312

ASPEN APPRAISAL GROUP LLC
C/O RITA THOELI
733 CENTAURI COURT
GRAND JUNCTION, CO 81506

ASPEN SURVEY ENGINEERS INC
210 S GALENA STREET STE22
ASPEN, CO 81611

ASSOCIATED TRANSPORTATION ENGINEERS
100 N. HOPE AVENUE, #4
SANTA BARBARA, CA 93110

ATLANTIC FILTER CORPORATION
ATTN: PATTY
3112 45TH STREET
WEST PALM BEACH, FL 33407-1955

ATLAS PERFORMANCE IND INC
P.O. BOX 5754
SANTA MARIA, CA 93456

ATS IRRIGATION INC
P.O. BOX 1737
2509 HWY 105 E
BRENHAM, TX 77834

AUBRY, JONATHAN L
ADDRESS REDACTED

AVANTI ENVIRONMENTAL INC
2855 MICHELLE DRIVE
SUITE 230
IRVINE, CA 92606

AVID1
600 N SHEPHERD
SUITE 309
HOUSTON, TX 77007

AWSI, INC.
17542 E. 17TH ST., #330
TUSTIN, CA 92780

AYERS, ALLEN T
ADDRESS REDACTED

B & B CONSTRUCTION CLEANUP INC
940 RIATA LANE
NIPOMO, CA 93444

B & J VACUUM TANK SERVICE INC
P.O. BOX 400
DAISETTA, TX 77533-0400

B & L EQUIPMENT RENTAL INC
P.O. BOX 22260
BAKERSFIELD, CA 93390

B E CONWAY ENERGY INC
P.O. BOX 2050
ORCUTT, CA 93457-2050

B&L EQUIPMENT RENTALS
21054 KRATZMEYER ROAD
BAKERSFIELD, CA 93314

BAKER HUGHES BUSINESS SUPPORT
12645 WEST AIRPORT BLVD.
SUGAR LAND, TX 77478

BAKER HUGHES BUSINESS SUPPORT
P.O. BOX 301057
DALLAS, TX 75303-1057

BAKERSFIELD PIPE & SUPPLY
25883 HWY 33
FELLOW, CA 93224

BAKERSFIELD PIPE & SUPPLY
P.O. BOX 60006
LOS ANGELES, CA 90060-0006

BAKERSFIELD PIPE AND SUPPLY INC
2903 PATTON WAY
BAKERSFIELD, CA 93308

BALDWIN PROPERTIES PARTNERSHIP
C/O: NORTHERN TRUST N.A., AGENT
P.O. BOX 226270
DALLAS, TX 75222-6270

BANK OF AMERICA
ATTN: BANKRUPTCY DEPT
P.O. BOX 45224
FL9-600-02-26
JACKSONVILLE, FL 32232-5224

BARBARA B GREEN TRUSTEE
GREENFAMILYIRREVTRST&WIFE'S TRST
7903 CORTE FELIPE
CARLSBAD, CA 92009

BARBARA B. GREEN, CO-TRUSTEE
THE GREEN FAM. IRREV TRUST &
THE WIFE'S TRST
7831 RUSH ROSE DRIVE, #219
CARLSBAD, CA 92009

BARBARA JORDAN MEYERS
2707 GATLIN CREEK ROAD
DRIPPING SPRINGS, TX 78620

BARBROW, DANIEL
ADDRESS REDACTED

BARC INDUSTRIES, INC.
2240 S. UNION AVENUE
BAKERSFIELD, CA 93307

BARRY PULASKI
4920 CENTER ST.
HOUSTON, TX 77007-3302

BASELINE ENTERPRISES
P.O. BOX 2155
SANTA BARBARA, CA 93120

BASIC ENERGY SERVICES LP
P.O. BOX 841903
DALLAS, TX 75284-1903

BASIL OILFIELD SERVICE INC
P.O. BOX 93
SARATOGA, TX 77585-0093

BAUMEISTER, DAISY BELL
ADDRESS UNAVAILABLE AT TIME OF FILING

BEAL BANK
7195 DALLAS PARKWAY
PLANO, TX 75024

BERTA NELL WILBORN SMEAL
P.O. BOX 610
ANAHUAC, TX 77514-0610

BETTERAVIA FARMS LLC
1850 W. STOWELL RD
SANTA MARIA, CA 93458

BETTY ANN SUD
5405 ENCINAS ROJAS
AUSTIN, TX 78746

BETTY MARIE ROARK
11805 STIDHAM RD.
CONROE, TX 77302-7652

BETTY WALDEN
619 KINGS MOUNTAIN DRIVE
LONGVIEW, TX 75601

BILLYE EUGENA FRERICKS
11861 STIDHAM RD.
CONROE, TX 77302-7652

BI-PETRO, INC
3150 EXECUTIVE PARK DR
P.O. BOX 19246
SPRINGFIELD, IL 62794-9246

BLACKRIDGE REEF OPERATING, LLC
301 EAST MAIN STREET
SUITE 700
LEXINGTON, KY 40507

BLACKRIDGE RESOURCE PARTNERS LLC
301 EAST MAIN STREET STE 700
LEXINGTON, KY 40507

BLACKSTONE MINERALS
P. O. BOX 301267
DALLAS, TX 75303-1267

BLOCHMAN PRESCHOOL
4949 FOXEN CANYON ROAD
SANTA MARIA, CA 93454

BLU302 INC
4635 WINDWARD COVE LANE
WELLINGTON, FL 33449

BLUE SHIELD OF CALIFORNIA
P.O. BOX 749415
LOS ANGELES, CA 90074-9415

BLUEGRASS
C/O MARQUIS EQUINE ADMINSTRATI
984 COLLEGE ROAD
PARIS, KY 43061

BLUEPRINT SERVICE CO INC
1100 18TH STREET
BAKERSFIELD, CA 93301

BMI-PACWEST, INC.
1115 S. BLACKSTONE ST.
TULARE, CA 93274

BOARD OF EQUALIZATION
P.O. BOX 942879
SACRAMENTO, CA 94279-7072

BOB WHITE'S QUALITY GAUGE
1131 N THOMPSON AVE
NIPOMO, CA 93444

BOB'S JUNGLE
P.O. BOX 9275
BAKERSFIELD, CA 93389-9275

BOB'S RUBBER STAMPS, INC
110 NORTH CONCEPCION AVE
SANTA MARIA, CA 93454-4620

BONETTI ALL
ADDRESS UNAVAILABLE AT TIME OF FILING

BONNI ROYBAL
10306 SCHMIDT RD
WALLER, TX 77484

BONNIE LUNDBERG
19481 W SYCAMORE DR
LOXAHATCHEE, FL 33470

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901 N RAILROAD AVE
SANTA MARIA, CA 93458

BP ENERGY COMPANY
CONTRACT SERVICES
201 HELIOS WAY
HOUSTON, TX 77079

BRAD MODLIN
15420 AZALEA SPRING CT.
BAKERSFIELD, CA 93314

BRADFORD BENEDICT TRUST
BRADFORD D. JONES EXEMPT LIFETIME
TRUST
36 S. LANCASTER RD.
SAVANAH, GA 31410

BRAZELTON LTD
1060 WITTE RD
HOUSTON, TX 77055

GRAZL & COMPANY
9119 HIGHWAY 6 SOUTH
SUITE 230 #101
MISSOURI CITY, TX 77459

BREAST CANCER RESOURCE CTR
OF SANTA BARBARA
525 W JUNIPERO STREET
SANTA BARBARA, CA 93105

BRIAN BOILER WORKS COMPANY
P.O. BOX 3223
SAN LUIS OBISPO, CA 93405

BRIAN GREGORY MITCHELL
5911 BEAUMONT AVENUE
LA JOLLA, CA 92037

BRIGHT HOUSE NETWORKS
5000 CAMPUSWOOD DRIVE, SUITE 1
EAST SYRACUSE, NY 13057

BRIGHT HOUSE NETWORKS
P.O. BOX 7174
PASADENA, CA 91109-7174

BRONTE REYNOLDS
P.O. BOX 210
OAK VIEW, CA 93022-0210

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BRUCE OGDEN
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BURRITO LOCO
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#A
NEW YORK, NY 10014

BYARS OILFIELD SERVICES
DEBRA E. BYARS DBA
P.O. BOX 428
BATSON, TX 77519

BYRUM, KATHERINE E.
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C & H TESTING SERVICE, LLC
P.O. BOX 9907
BAKERSFIELD, CA 93389

C & L VACUUM SERVICE, LLC
P.O. BOX 428
DAISETTA, TX 77533-0428

C D LYON CONSTRUCTION
P.O. BOX 1456
VENTURA, CA 93002-1456

C D S WIRELINE SERVICE
P.O. BOX 1713
LIBERTY, TX 77575-1713

C T CORPORATION SYSTEM
P.O. BOX 4349
CAROL STREAM, IL 60197-4349

C W HENDERSON ELECTRIC INC
P.O. BOX 91051
HOUSTON, TX 77291-1051

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BAYTOWN, TX 77520

CADE HUIE
C/O: THE VALLEY BANK, #53-526-5
EL PASO, TX 79926

CAL COAST ACIDIZING
SERVICE, INC
ATTN: NICOLE
P.O. BOX 2050
ORCUTT, CA 93457-2050

CAL-COAST MACHINERY
ATTN: JT
2450 EASTMAN AVE
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CALI GHP
423 GREENWOOD DR.
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1517 SILBER RD
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CALIFORNIA DEPARTMENT OF TOXIC SUBSTANCES CONTROL SACRAMENTO, CA 95812-0806	CALIFORNIA DEPT OF TOXIC SUBSTANCES CONTROL BERKELEY, CA 94710-2721	CALIFORNIA ELECTRIC SUPPLY 3301 N. SILLECT AVENUE BAKERSFIELD, CA 93308
CALIFORNIA ELECTRIC SUPPLY P.O. BOX 14196 ORANGE, CA 92863	CALIFORNIA ENVIRONMENTAL PROTECTION AGENCY SACRAMENTO, CA 95812-2815	CALIFORNIA ENVIRONMENTAL PROTECTION AGENCY SACRAMENTO, CA 95812-2815
CALIFORNIA FOR A SAFE, SECURE ENERGY FUTURE STEVE LUCAS/NIELSEN MERKSAMER 2350 KERNER BLVD., #250 SAN RAFAEL, CA 94901	CALIFORNIA FRANCHISE TAX BOARD PO BOX 1468 SACRAMENTO, CA 95812-1468	CALIFORNIA FRANCHISE TAX BOARD PO BOX 2952 SACRAMENTO, CA 95812-2952
CALIFORNIA INTEGRATED WASTE MANAGEMENT BOARD F/K/A DPET. OF RESOURCES RECYCLING SACRAMENTO, CA 95812-4025	CALIFORNIA NATURAL RESOURCES AGENCY 1416 NINTH STREET SUITE 1311 SACRAMENTO, CA 95814	CALIFORNIA OFFICE OF ATTORNEY GENERAL PUBLIC INQUIRY UNIT SACRAMENTO, CA 94244-2550
CALIFORNIA ROCK PRODUCTS INC DBA WESTERN MATERIALS 28416 CONSTELLATION ROAD VALENCIA, CA 91355	CALIFORNIA SEC OF STATE BUSINESS PROGRAMS DIVISION 1500 11TH STREET 3RD FLOOR SACRAMENTO, CA 95814	CALIFORNIA STATE CONTROLLERS OFFICE UNCLAIMED PROPERTY DIVISION LEGAL DIVISION 300 CAPITOL MALL STE 1850 SACRAMENTO, CA 95670
CALIFORNIA UNCLAIMED PROPERTY UNIT 777 SOUTH FIGUEROA ST. LOS ANGELES, CA 90017	CALIFORNIA UNCLAIMED PROPERTY UNIT PO BOX 942850 SACRAMENTO, CA 94250-5872	CALIFORNIA UNEMPLOYMENT INSURANCE EMPLOYMENT DEVELOPMENT DEPT SACRAMENTO, CA 94280-0001
CALIFORNIANS AGAINST HIGHER OIL TAXES STEVE LUCAS/NIELSEN MERKSAMER 2350 KERNER BLVD., #250 SAN RAFAEL, CA 94901	CALPI, INC P.O. BOX 81795 BAKERSFIELD, CA 93380-1795	CALPORTLAND COMPANY 2025 E. FINANCIAL WAY GLEN DORA, CA 91741
CALTROL, INC. 6885 AMELIA EARHART COURT LAS VEGAS, NV 89119	CAMCODE P.O. BOX 73702-N CLEVELAND, OH 44193	CAMERON MEASUREMENT SYSTEMS DIVISION P.O. BOX 730172 DALLAS, TX 75373-0172

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SOCIETY OF THE USA
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TTE
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C/O: JONES & PARKER
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301 CONGRESS AVENUE STE 220
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SENIOR CREDIT ADMINISTRATOR
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CITIGROUP GLOBAL MARKETS, INC.
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811 MAIN STREET
HOUSTON, TX 77002

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BAKERSFIELD, CA 93303

CITY OF BAKERSFIELD, CA
1600 TRUXTUN AVENUE
BAKERSFIELD, CA 93301

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1829 SAM HOUSTON STREET
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CITY OF SAN DIEGO
PARKING CITATION PROCESSING CENTER
PLAZA HALL
202 C STREET
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CLASSIC PARTY RENTALS INC
1120 MARK AVE
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CLAY'S SEPTIC & JETTING INC
952 LIVE OAK RIDGE ROAD
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CLELIA L. HENDEE
10304 VAN WINKLE CT.
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CLG ENERGY FINANCE
7195 DALLAS PARKWAY
PLANO, TX 75024

CLINT EDWARD GARRETT
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ARLINGTON, TX 76017

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C/O BEAL BANK USA
1970 VILLAGE CENTER CIRCLE
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CONDITION MONITORING SVCS INC
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CNA SURETY DIRECT BILL
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ST LOUIS, MO 63195-7312

COASTAL FLOW INC
P.O. BOX 58965
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COATES & COATES LLP
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AUSTIN, TX 78714-9359

COMPUFORMS DATA PRODUCTS
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P.O. BOX 1743
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CONNOISSEUR CLUB LLC
1180 CHANNEL DRIVE
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CONOCOPHILLIPS COMPANY
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CONSTRUCTION SPECIALTY SERVICE, INC.
4550 BUCK OWENS BLVD
BAKERSFIELD, CA 93308

CONSTRUCTION SPECIALTY SERVICE, INC.
4550 BUCK OWENS BLVD
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CONSUELO VILLEGAS
DBA CMV CLEANING; FEIN: 26-3576916
5338 EL CARRO LN
CARPINTERIA, CA 93013

CONTRACT RESOURCE GROUP LLC
7107 OLD KATY ROAD STE 150
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COOPER ELECTRIC INC
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CROWN WELL ENERGY SERVICES LLC
P.O. BOX 382
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CRS WEST, INC.
COASTAL REPROGRAPHIC SERVICES
880 VIA ESTEBAN, #B
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3215 ROCKVIEW PLACE
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DBA HAMEL APPRAISAL CO
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DAVIS, STEVEN
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DIV. OF OIL, GAS, GEOTHERMAL
RESOURCES
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ORCUTT, CA 93455

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THE HONORABLE JEH JOHNSON
SECRETARY OF HOMELAND SECURITY
WASHINGTON, DC 20528

DEPARTMENT OF TREASURY
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OKLAHOMA CITY, OK 73102-5015

DH SLEATH TRUST FOR JOAN
MYRNA S MCCLAIN CO TRUSTEE
5897 WEST RIVERBEND LANE
BOISE, ID 83703

DHI SERVICES INC
ATTN: LEGAL DEPT
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BAKERSFIELD, CA 93308

DIAL M PRODUCTIONS
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BURBANK, CA 91505

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134 PRIVATE RD 6065
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SUITE 1000
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CALGARY, AB T2P 3B6
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ROYALTY CLEARINGHOUSE, LTD
401 CONGRESS AVENUE
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RRIVRE WORKS INC
2035 E VERNON AVE
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ARROYO GRANADA, CA 93420

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RUSSELL STOKER
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PLUM CREEK RD.
SEALY, TX 77474

RUTHANNE TOMPKINS
2401 PROFESSIONAL PARKWAY
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RUTHANNE TOMPKINS
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CASMALIA, CA 93429

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4434 CALLE REAL
SANTA BARBARA, CA 93110

S R HOGUE & COMPANY
525 SANYSIDRO ROAD
MONTECITO, CA 93108

SAFETY TEK INDUSTRIES, INC.
3510 ALLEN ROAD, #101
BAKERSFIELD, CA 93314

SAGE INSTITUTE INC
1065 HIGUERA STREET, #301
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SAMSON PLAZA
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3500 JEFFERSON ST., STE. 315
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GREENBRAE, CA 94904

SAN BERNARD ELECTRIC CO-OP
P.O. BOX 1208
BELLVILLE, TX 77418-1208

SAN JOAQUIN BIT SERVICE, INC
P.O. BOX 40186
BAKERSFIELD, CA 93384

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CATTLEMENS ASSOCIATION
P.O. BOX 303
LOS ALAMOS, CA 93440

SANTA BARBARA COUNTY
TAXPAYERS ASSOCIATION
SANTA BARBARA, CA 93121

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260 N. SAN ANTONIO ROAD, SUITE A
SANTA BARBARA, CA 93110

SANTA BARBARA COUNTY CLERK
511 E LAKESIDE PARKWAY
SANTA MARIA, CA 93455

SANTA BARBARA COUNTY FAIR
JOE BRENGLE
937 SOUTH THORNBURG
SANTA MARIA, CA 93458

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P.O. BOX 1846
BUELLTON, CA 93427

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ATTN: FINANCE
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SANTA BARBARA COUNTY PLANNING
AND DEVELOPMENT
624 W FOSTER ROAD, SUITE C
SANTA MARIA, CA 93455

SANTA BARBARA EDUCATION FOUNDATION
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SUITE 201
SANTA BARBARA, CA 93101

SANTA BARBARA FIRE DEPT
4410 CATHEDRAL OAKS ROAD
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SANTA BARBARA FOUNDATION
1111 CHAPALA STREET
SUITE 200
SANTA BARBARA, CA 93101

SANTA BARBARA MARIACHI FESTIVAL, INC
P.O. BOX 153
SANTA BARBARA, CA 93102

SANTA BARBARA MUSEUM
OF NATURAL HISTORY
2559 PUESTA DEL SOL
SANTA BARBARA, CA 93105

SANTA BARBARA PETROLEUM UNIT
624 WEST FOSTER ROAD, #B
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SANTA BARBARA SAND & TOP SOIL
P.O. BOX 4824
SANTA BARBARA, CA 93140-4824

SANTA BARBARA STONE & MASONRY
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SANTA BARBARA, CA 93103

SANTA BARBARA TECHNOLOGY &
INDUSTRY ASSOCIATION
P.O. BOX 21621
SANTA BARBARA, CA 93121

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LLC
MONTIAVO BRADLEY SQ. LEASING OFFICE
2460 SO. RUBEL WAY
SANTA MARIA, CA 93455

SANTA MARIA DIESEL SERVICE INC
365 WEST BETTEREAVIA ROAD
SANTA MARIA, CA 93455

SANTA MARIA DRYWALL, INC.
1436 MARILYN WAY
SANTA MARIA, CA 93454

SANTA MARIA FORD
P.O. BOX 1188
SANTA MARIA, CA 93456

SANTA MARIA HUMANE SOCIETY
1687 W STOWELL RD
SANTA MARIA, CA 93458

SANTA MARIA TOOL, INC
P.O. BOX 981
SANTA MARIA, CA 93456-0981

SANTA MARIA VALLEY DISCOVERY MUSEUM
705 S. MCCLELLAND STREET
SANTA MARIA, CA 93454-5122

SANTA YNEZ VALLEY PEOPLE
HELPING PEOPLE
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SANTA BARBARA, CA 93111

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HOUSTON, TX 77005

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SARAH GRANBERRY ROONEY, TTEE
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AUSTIN, TX 78750-3312

SAUL CORTEZ LANDSCAPE DESIGN INC
278 PEBBLE BEACH DR
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CARPINTERIA, CA 93013

SBTIA
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SC FIELD TECHNICAL SERVICES
3744 INDUSTRY AVE., #402
LAKEWOOD, CA 90712

SCEC
C/O MEG, INC.
2 PARK PLAZA, SUITE 1120
IRVINE, CA 92614

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LOCK BOX 201992
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SCIENTIFIC DRILLING INC.
16701 GREENSPoint PARK DR #200
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SCIENTIFIC DRILLING INC.
P.O. BOX 301036
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SCOTT CUMMINGS
DBA MONTECITO CHIMNEY SERVICE
518 WEST VALERIO ST
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SCOTT OILFIELD SERVICE INC.
P.O. BOX 10239
BAKERSFIELD, CA 93389

SCOTT SAFETY, INC.
DEPT CH10475
PALATINE, IL 60055-0475

SCS ENGINEERS
3900 KILROY AIRPORT WAY
SUITE 100
LONG BEACH, CA 90806-6816

SCS ENGINEERS
3900 KILROY AIRPORT WAYSUITE 100
LONG BEACH, CA 90806

SCS TRACER ENVIRONMENTAL
970 LOS VALLECITOS BLVD
SUITE 100
SAN MARCUS, CA 92069

SEALY CONCRETE INC
4460 NE I-10 FRONTAGE RD
SEALY, TX 77474

SEARLES VALLEY MINERALS INC.
9401 INDIAN CREEK PKWY, #1000
OVERLAND PARK, KS 66210

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TENTH FLOOR
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SHERMAN & HOWARD LLC
633 SEVENTEENTH STREET STE 3000
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SHIVERS ENTERPRISES INC
P.O. BOX 357
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SHORES-SENTRY, LLC
ATTN: PATTI BIRK
714 ENTERPRISE DRIVE
EDMOND, OK 73013

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SIGNATURE FINANCIAL
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HICKSVILLE, NY 11802-5524

SIGNATURE PARKING
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SUITE #311
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SIGNS OF SUCCESS

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#10

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SILVERADO OIL & GAS LLC

PENCE PETROLEUM

ATTN: JAN ARMAS-LEW

P.O. BOX 1048

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P.O. BOX 52308

TULSA, OK 74152

SILVERADO OIL & GAS LLP
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HOUSTON, TX 77010SIMPSON THACHER & BARTLETT LLP
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NEW YORK, NY 10087-9008SIRIUS XM RADIO INC
P.O. BOX 78054
PHOENIX, AZ 85062-8054SKINNER JR, THOMAS L
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511 AVIATION STREET
SHAFTER, CA 93263SMART & FINAL
P.O. BOX 910948
LOS ANGELES, CA 90091-0948SMART MATERIALS INC
1404 WALLISVILLE ROAD
LIBERTY, TX 77575SMITH INTERNATIONAL INC.
P.O. BOX 732136
DALLAS, TX 75373-2136SMITH, RONALD C
ADDRESS REDACTEDSMOKE N' STICKS
11027 BALBOA BLVD
GRANADA HILLS, CA 91344SO.CAL. GAS CO.
555 WEST FIFTH STREET
LOS ANGELES, CA 90013SO.CAL. GAS CO.
P.O. BOX C
MONTEREY PARK, CA 91756SO.CAL. GAS CO.
P.O. BOX C
MONTEREY PARK, CA 91756-5111SOUR LAKE CONTRACTING, INC
P.O. BOX 2027
SOUR LAKE, TX 77659-2027SOUTHEAST SERVICES OF P.B. INC
13833 WELLINGTON TRACE E-4
#124
WELLINGTON, FL 33414SOUTHERN CALIFORNIA EDISON
P.O. BOX 300
ROSEMEAD, CA 91772-0001SOUTHERN CALIFORNIA EDISON
P.O. BOX 600
ROSEMEAD, CA 91171-0001SOUTHERN CALIFORNIA EDISON
P.O. BOX 600
ROSEMEAD, CA 91771-0001SOUTHERN CALIFORNIA GAS COMPANY
SUNDRY BILLING
P.O. BOX 2007
MONTEREY PARK, CA 91754-0957SOUTHERN SEIRRA GENERAL ENGINEERING
P.O. BOX 1113
TAFT, CA 93268SOUTHERN SIERRA GENERAL
ENGINEERING, INC.
P.O. BOX 1113
877 OLEANDER ROAD
TAFT, CA 93268SOUTHERN SIERRA INC
P.O. BOX 1113
TAFT, CA 93268SOUTHLAND SOD FARMS OPERATIONS, INC.
P.O. BOX 579
2599 E HUENEME RD
PORT HUENEME, CA 93044-0579SOUTHSIDE SKATEPARK
510 IOWA ST
SOUTH HOUSTON, TX 77587SPARIFIC CLEANING SERVICE
P.O. BOX 586
SAN LUIS OBISPO, CA 93401SPEC SERVICES, INC.
10540 TALBERT AVENUE
#100 EAST
FOUNTAIN VALLEY, CA 92708

SPECIALTY CRANE & RIGGING CORP
ONE SOUTH FAIRVIEW AVE
GOLETA, CA 93117

SPEEDE'S INSTRUMENTS INC
WIN-911 SOFTWARE
4020 S INDUSTRIAL DR, #120
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SPEED'S OIL TOOL SERVICE INC
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SANTA MARIA, CA 93456

SPEED'S OIL TOOL SERVICE INC
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SANTA MARIA, CA 93456-0276

SPINDLETOP EXPLORATION CO INC
P.O. BOX 25163
DALLAS, TX 75225-5163

SPINDLETOP EXPLORATION CO INC
P.O. BOX 678548
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BECK GROUP
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STAR POWER GENERATORS LLC
315 MEIGS ROAD A406
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STATE COMPENSATION INSR FUND
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COMPTROLLER OF PUBLIC ACCOUNTS
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SACRAMENTO, CA 95814

STATE OF TEXAS ATT'Y GENERAL OFFICE
ATTN: ATTORNEY GENERAL
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STATE OF TEXAS, COMPTROLLER'S OFFICE
TEXAS COMPTROLLER OF PUBLIC
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STATE TREASURER OF CALIFORNIA
ATTN: CENTRALIZED TREASURY &
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MGMT, ATTN: BILL WINKLER
P.O. BOX 942809
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STEAM TESTING SOLUTIONS, INC.
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STEINHAUSER'S
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STEVE NUTTALL TRUCKING INC
692 CAMINO CAMPANA
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GEOLOGIC WELL LOGGING
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ATTN: PATTI TOWNSEND
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TAYLOR MOTOR SPORTS
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TEC ENERGY LLC
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BUILDING
111 EAST 17TH STREET
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TEXAS COMPTROLLER OF PUBLIC
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UNCLAIMED PROPERTY DIVISION
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TEXAS GATHERING COMPANY, LLC
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TEXAS RAILROAD COMMISSION
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1700 N CONGRESS AVE
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TEXAS WORKFORCE COMMISSION
101 EAST 15TH STREET
AUSTIN, TX 78778

TEXLA ENERGY MANAGEMENT INC
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TGS STALL SERVICES INC
19987 SMITH ROAD
CONNEAUTVILLE, PA 16406

THE COUNCIL ON ALCOHOL & DRUGS
LAUREN KING
303 JACKSON HILL
HOUSTON, TX 77007

THE DUNES CENTER
1065 GUADALUPE STREET
GUADALUPE, CA 93434

THE ESTATE OF CONSTANCE FISH
1570 LOMBARDY ROAD
PASADENA, CA 91106

THE GAS COMPANY
P.O. BOX C
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MEMBER 7235-0
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THE HOUSTON CLUB
121 N POST OAK LANE
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THE NASH BOOKS
TOM REED
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THE RENTAL CONCEPT
1431 S. BROADWAY
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THE SPRINGS
GSF SPRINGS I INV., L.P.
8101 CAMINO MEDIA #247
BAKERSFIELD, CA 93311

THE TACKERIA
13501 SOUTH SHORE BLVD
SUITE 107
WELLINGTON, FL 33414

THE TECHNOLOGY GROUP
12805 LANAI AVE
BAKERSFIELD, CA 93312

THE VILLAGE GARDENER
P.O. BOX 40128
SANTA BARBARA, CA 93140-0128

THETA OILFIELD SERVICES, INC.
JP MORGAN CHASE BANK
P.O. BOX 731948
DALLAS, TX 75373-0187

THOMPSON, INC
ATTN: DEBBIE MYERS
210 W. SEVENTH ST.
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THREE ALLEN CENTER CO, LLC
DEPT 2639
P.O. BOX 122639
DALLAS, TX 75312-2639

TIGER CASED HOLE SERVICES, INC
P.O. BOX 1649
WEATHERFORD, OK 73096

TIMOTHY JAMES MOFFAT WINDRUM
14811 WINDFERN FOREST DR.
HOUSTON, TX 77040

TIM'S WIRELINE SERVICE LTD
155 FLOWERS LANE
KOUNTZE, TX 77625

TIP'S POOL SERVICE & REPAIRINC
P.O. BOX 7606
VENTURA, CA 93006

TJ CROSS ENGINEERING INC
200 NEW STINE ROAD
SUITE 270
BAKERSFIELD, CA 93309

TL JONES
300 CONVENT ST STE 2600
SAN ANTONIO, TX 78205

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TONY MARTINEZ SR
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CARLSBAD, CA 92008

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ADDRESS REDACTED

TOOMEY, JODY L
ADDRESS REDACTED

TORO CANYON NURSERY INC
1324 JUNE AVE
CARPINTERIA, CA 93013

TORTILLERIA MEXICO
1537 S BROADWAY
SUITE B
SANTA MARIA, CA 93454-7228

TOSHIBA FINANCIAL SERVICES
1310 MADRID STREET, SUITE 101
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P.O. BOX 261878
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SUITE 100
BOerne, TX 78006

TREND COMMUNICATIONS LLC
P.O. BOX 747
BROUSSARD, LA 70518

TRICO INDUSTRIES, INC.
DBA PRO TINT
900 NORTH I STREET
LOMPOC, CA 93436

TRICO FISHING & GENERAL
P.O. BOX 1970
LIBERTY, TX 77575-1970

TRI-CO REPROGRAPHICS
513 LAGUNA STREET
SANTA BARBARA, CA 93101

TRINI PAYAN
19418 HILLSIDE SPRINGS
HOUSTON, TX 77084

TRINITY TUBING TESTERS INC
P.O. BOX 581
LIBERTY, TX 77575

TRI-SUMMIT ENTERPRISES
10206 EARLINGTON MANOR DR
SPRING, TX 77379

TRUDI REYNOLDS, LIFE TENANT
6208 DELAPLANE RD.
MALIBU, CA 90265

TRUDI REYNOLDS, LIFE TENANT
6208 DELAPLANE ROAD
MALIBU, CA 90265

TRYAD CORPORATION
5900 EAST LERDO HWY
SHAFTER, CA 93263

TUBOSCOPE
P.O. BOX 201177
DALLAS, TX 75320-1177

TUBULAR INSPECTION CO., INC
P.O. BOX 22284
BAKERSFIELD, CA 93390

TURKEY TROT/MIDWAY ALABAMA L.P.
8235 DOUGLAS AVE., STE. 1050
DALLAS, TX 75225

TURK'S KERN COPY, INC
ATTN: LEGAL DEPT
1701 18TH STREET
BAKERSFIELD, CA 93301

TW TELECOM
10475 PARK MEADOWS DRIVE
LITTLETON, CO 80124

TW TELECOM
P.O. BOX 172567
DENVER, CO 80217-2567

TWIN CITY FIRE INSURANCE COMPANY
1 HARTFORD PLAZA
HARTFORD, CT 06115-1707

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U.S. DEPARTMENT OF JUSTICE
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U.S. DEPARTMENT OF LABOR
OCCUPATIONAL
SAFETY AND HEALTH ADMINISTRATION
(OSHA)
200 CONSTITUTION AVENUE, N.W.
WASHINGTON, DC 20210

U.S. DEPARTMENT OF LABOR
OCCUPATIONAL
SAFETY AND HEALTH ADMINISTRATION
(OSHA)
525 GRIFFIN STREET, ROOM 602
DALLAS, TX 75202

U.S. DEPARTMENT OF LABOR
OCCUPATIONAL
SAFETY AND HEALTH ADMINISTRATION
(OSHA)
90 7TH STREET, SUITE 18100
SAN FRANCISCO, CA 94103

U.S. ENVIRONMENTAL PROTECTION AGENCY
FOUNTAIN PLACE 12TH FLOOR
SUITE 1200, 1445 ROSS AVENUE
DALLAS, TX 75202-2733

U.S. ENVIRONMENTAL PROTECTION AGENCY
HEADQUARTERS
ARIEL RIOS BUILDING
1200 PENNSYLVANIA AVENUE, N.W.
WASHINGTON, DC 20460

U.S. EQUAL EMPLOYMENT OPPORTUNITY
COMMISSION
131 M STREET, NE
WASHINGTON, DC 20507

UHY ADVISORS FLVS INC
P.O. BOX 654001
DALLAS, TX 75265-4001

ULTRAANALOG CORPORATION
PHONG J. DO
P.O. BOX 1227
BUELTON, CA 93427

UNDERGROUND SERVICE ALERT
OF SOUTHERN CALIFORNIA
P.O. BOX 77070
CORONA, CA 92877-0102

UNION BANK, NA
ATTN: BRENDA MCWHORTER
2340 SOUTH BROADWAY
SANTA MARIA, CA 93454

UNION OIL COMPANY OF CALIFORNIA
1400 SMITH STREET
HOUSTON, TX 77002

UNITED RENTALS
FILE 51122
LOS ANGELES, CA 90074-1122

UNITED STATES TREASURY
1500 PENNSYLVANIA AVENUE NW
WASHINGTON, DC 20220

UNITED STATES TREASURY
OFFICE OF THE TREASURER
WASHINGTON, DC 20220

UNITED TUBING TESTERS LLC
P.O. BOX 713
WINNIE, TX 77665-0713

UNITED VAN LINES, LLC
22304 NETWORK PLACE
CHICAGO, IL 60673-1223

UNITED WAY OF SANTA BARBARA
320 E GUTIERREZ STREET
SANTA BARBARA, CA 93101

UNITEDHEALTHCARE BENEFIT SERVICES
301 N HURSTBOURNE PARKWAY
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LOUISVILLE, KY 40222

URBAN PLANNING CONCEPTS
ATTN: LEGAL DEPT
2624 AIRPARK DR
SANTA MARIA, CA 93455

US ATTORNEY'S OFFICE - EASTERN
DISTRICT
350 MAGNOLIA ST, STE 150
BEAUMONT, TX 77701-2237

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950 PENNSYLVANIA AVENUE, NW
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US SPECIALTY INSURANCE COMPANY
13403 NORTHWEST FREEWAY
HOUSTON, TX 77049-6094

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P.O. BOX 61187
VIRGINIA BEACH, VA 23466

VALLEY INDUSTRIAL X-RAY
APPLUS RTD-VIXR LOCKBOX
6201 KNUDSEN DRIVE
BAKERSFIELD, CA 93308

VALLEY OAKS INVESTMENT, L.P.
& NICHOLAS HARDIN HRDY
21440 ROAD 87
WINTERS, CA 95694

VALLEY VALVE, INC.
2310 SHORT STREET
BAKERSFIELD, CA 93307

VAN AIR, INC.
2950 MECHANIC STREET
LAKE CITY, PA 16423

VARNEY, RAMONA A
ADDRESS REDACTED

VELASCO, CODY D
ADDRESS REDACTED

VELASQUEZ, VINCENT
ADDRESS REDACTED

VENOCO INC
ATTN: GENERAL COUNSEL
370 17TH STREET
SUITE 3900
DENVER, CO 80202

VENTURA VALVE SERVICE INC
ATTN: BOB COUGHRAN
10964 TREESIDE LANE
ESCONDIDO, CA 92026

VERA FUSSELL ELDER
P.O. BOX 74
SPRING, TX 77383

VERIZON COMMUNICATIONS
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140 WEST STREET
NEW YORK, NY 10007

VERIZON WIRELESS
P.O. BOX 660108
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P.O. BOX 660108
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VERIZON WIRELESS
P.O. BOX 660108
DALLAS, TX 75299-0108

VERLA MAE DUTRA, TRUSTEE
V MAE DUTRA FAM TRST-BY PASS T
5130 FOXEN CANYON ROAD
SANTA MARIA, CA 93454

VERLA MAE DUTRA, TRUSTEE
VERLA MAE DUTRAFAMILY TRUST
SURVIVOR TRUST
5130 FOXEN CANYON ROAD
SANTA MARIA, CA 93454

ERONICA CECILIA FERNANDEZ
5815 SW 5TH STREET
MIAMI, FL 33144

VICTORIA S. JONES
9040 SW 125TH AVE. #D303
MIAMI, FL 33186-7105

VIKING EXPLORATION LLC
6475 W KINGSLEY AVENUE
LITTLETON, CO 80128

VIKING EXPLORATION LLC
6475 W. KINGSLEY AVE.
LITTLETON, CO 80128

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200 E FESLER ST
SUITE 203
SANTA MARIA, CA 93454

VINCE LOPEZ JR & SONS
P.O. BOX 488
SANTA MARIA, CA 93456

VINSON & ELKINS LLP
P.O. BOX 301019
DALLAS, TX 75303-1019

VOLT MANAGEMENT CORP
ATTN: PAULA BOERNER
FILE #53102
LOS ANGELES, CA 90074-3102

WADE HAMPTON CAWLEY
5206 COMMANDER CT
ARLINGTON, TX 76017

WADE HAMPTON CAWLEY INVESTMENT
TRUST
C/O: DOUGLAS & DANNA CAWLEY,
TRUSTEES
5206 COMMANDER COURT
ARLINGTON, TX 76017

WAGNER, JAMES T
ADDRESS REDACTED

WAGNER'S FISHING & OILFIELD
SERVICES & SUPPLY INC
P.O. BOX 90253
HOUSTON, TX 77290-0253

WALKER, BETTY J
ADDRESS REDACTED

WALPOLE & CO LLP
70 SANTA FELICIA DRIVE
GOLETA, CA 93117

WATERSHED ENVIRONMENTAL INC
3324 STATE STREET STE B
SANTA BARBARA, CA 93105

WAYNES TIRE INC
302 W BETTERAVIA
SANTA MARIA, CA 93455

WCT
P.O. BOX 4563
PALM DESERT, CA 92261-4563

WEATHERFORD US, LP
P.O. BOX 301003
DALLAS, TX 75303-1003

WELL ANALYSIS CORPORATION
P.O. BOX 20008
BAKERSFIELD, CA 93390-0008

WELLS FARGO BANK
ATTN: SMURR TRUST
P.O. BOX 63700
SAN FRANCISCO, CA 94163-3700

WESLEY CARRILLO
P.O. BOX 1566
LOXAHAHATCHEE, FL 33470-1566

WEST COAST CASING, LLC
5412 STANDARD STREET
BAKERSFIELD, CA 93308

WEST COAST INDUSTRIAL SUPPLY
2895 INDUSTRIAL PARKWAY
SANTA MARIA, CA 93455

WEST COAST MUSIC SERVICES
9595 WILSHIRE BLVD STE 301
BEVERLY HILLS, CA 90212

WEST COAST PIPE INSPECTION INC
5900 EAST LERDO HIGHWAY
SHAFTER, CA 93263

WEST COAST WELDING & CONSTR. INC.
ATTN: KASSANDRA ARAMBUOA
2201 CELSIUS AVE. STE. B
OXNARD, CA 93030-5183

WEST COAST WELDING & CONSTR. INC.
ATTN: MIKE BARBEY
P.O. BOX 1915
VENTURA, CA 93002

WEST COVINA NURSERIES
P.O. BOX 8046
LA VERNE, CA 91750-8046

Case 15-31858-hdh11 Doc 1 Filed 04/30/15 Entered 04/30/15 22:23:07 Page 65 of 71
WEST, ELSBEE, LONGENBAUGH & ZICKERMAN, PLLC 310 S. WILLIAMS BLVD., #250 TUCSON, AZ 85711

WESTERN LANDSCAPE SERVICE
2326 MEREDITH LANE
SANTA MARIA, CA 93455

WESTSTAR
5760 E. LERDO HWY
SHAFTER, CA 93263-4021

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1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036-2787

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ATTORNEY CLIENT TRUST ACCT
1201 DOVE STREET, SUITE 480
NEWPORT BEACH, CA 92660

WICKENDEN COMPANY
7203 FOXEN CANYON RD.
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WICKENDEN COMPANY
7203 FOXEN CANYON ROAD
SANTA MARIA, CA 93454

WILDA M.GRAY DECL OF TRST, JULY 27, 1982
GARY D. GRAY, TRUSTEE
P.O. BOX 25453
ANAHEIM, CA 92825

WILLIAM A. LOGAN, IV
P.O. BOX 192
TRINITY ST.
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WILLIAM BRISCOE CYRUS
171 YOUNG RANCH RD.
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502 WAXWING CIR.
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WILLIAM J. GRANBERRY 2005 TRUST
WILLIAM J. GRANBERRY, TRUSTEE
615 N. UPPER BROADWAY ST., #1820
CORPUS CHRISTI, TX 78401-0775

WILLIAM R. HAYNES, III
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WILLIAM ROBERT JACKSON
8912 FM 2354
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WILLIAM W. BLAND, III
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BAYTOWN, TX 77520

WILLIAM W. POWELL TRUST
P.O. BOX 1927
ONALASKA, TX 77360-1927

WILLIAMS HOLDING COMPANY
1801 CENTURY PARK EAST
SUITE 2400
LOS ANGELES, CA 90067

WINFIELD SOLUTIONS LLC
P.O. BOX 847278
DALLAS, TX 75284-7278

WINNIFRED BENDER ESTATE
LUTHER MATTHEWS VAUGHAN JR., TR.
2211 DUNRAVEN LANE
HOUSTON, TX 77019

WOLFEPAK INC
2901 S FIRST STREET
ABILENE, TX 79605-1813

WOOD, SCOTTY Y
ADDRESS REDACTED

WOODARD, ALETHA J
ADDRESS REDACTED

WRANGLER WIRELINE INC
P.O. BOX 218
SOUR LAKE, TX 77659

WRBD II LLP
ATTN: GENERAL COUNSEL
1600 NORRIS ROAD
BAKERSFIELD, CA 93308

WRIGHT SANDERS WALDEN
492 N.E. 55TH STREET
MIAMI, FL 33137

WYLIE WELL SERVICE
P.O. BOX 22412
HOUSTON, TX 77227-2412

WYOMING TREASURERS OFFICE
WYOMING UNCLAIMED PROPERTY
2515 WARREN AVENUE, SUITE 502
CHEYENNE, WY 82002

XEROX CORPORATION
P.O. BOX 660501
DALLAS, TX 75266-0501

XEROX CORPORATION
P.O. BOX 802555
CHICAGO, IL 60680-2555

XPRESS BUSINESS PRODUCTS INC
P.O. BOX 430906
HOUSTON, TX 77243-0906

ZALCO LABORATORIES INC
4309 ARMOUR AVENUE
BAKERSFIELD, CA 93308-4573

LAR COMPTONES
DBA SUMMERLAND WINERY
4187 CARPINTERIA AVENUE, SUITE 1
CARPINTERIA, CA 93013

ZIMMERMAN AXELRAD MEYER
STERN & WISE PC
3040 POST OAK BLVD, SUITE 1300
HOUSTON, TX 77056-6560

ZUKOWSKI BRESENHAN
SINEX & PETRY LLP
1177 WEST LOOP SOUTH SUITE 1100
HOUSTON, TX 77027

Total: 1504

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Date: April 30, 2015

Signature:



R. Kelly Plato
Chief Financial Officer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re: § Chapter 11
§
ERG Intermediate Holdings, LLC, § Joint Administration Pending
§
Debtor. § Case No.:

LIST OF EQUITY HOLDERS

Following is the list of debtor ERG Intermediate Holdings, LLC's equity holders. This list has been prepared in accordance with Fed. R. Bank. P. 1007(a)(3) for filing in this chapter 11 case.

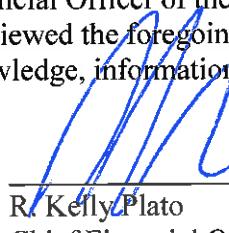
CTS Properties, Ltd.
333 Clay Street, Suite 4400
Houston, Texas 77002
(75%)

ERG Operating, LLP
333 Clay Street, Suite 4400
Houston, Texas 77002
(25%)

DECLARATION REGARDING LIST OF EQUITY HOLDERS

I, R. Kelly Plato, the Chief Financial Officer of the above-captioned debtor, declare under penalty of perjury that I have reviewed the foregoing "List of Equity Holders" and that it is true and correct to the best of my knowledge, information and belief.

Date: April 30, 2015

Signature: 
R. Kelly Plato
Chief Financial Officer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re: § Chapter 11
§
ERG Intermediate Holdings, LLC, § Joint Administration Pending
§
Debtor. § Case No.:

STATEMENT OF CORPORATE OWNERSHIP

Following is the list of entities that own ten percent or more of debtor ERG Intermediate Holdings, LLC's equity interests. This list has been prepared in accordance with Fed. R. Bank. P. 1007(a)(1) and Fed. R. Bankr. P. 7007.1 for filing in this chapter 11 case.

- CTS Properties, Ltd.
- ERG Operating, LLP

DECLARATION REGARDING CORPORATE OWNERSHIP STATEMENT

I, R. Kelly Plato, the Chief Financial Officer of the above-captioned debtor, declare under penalty of perjury that I have reviewed the foregoing "Corporate Ownership Statement" and that it is true and correct to the best of my knowledge, information and belief.

Date: April 30, 2015

Signature: 
R. Kelly Plato
Chief Financial Officer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re: § Chapter 11
§
ERG Intermediate Holdings, LLC, § Joint Administration Pending
§
Debtor. § Case No.:

**DECLARATION FOR ELECTRONIC FILING OF
BANKRUPTCY PETITION AND MASTER MAILING LIST (MATRIX)**

PART I – DECLARATION OF PETITIONER

As an individual debtor in this case, or as the individual authorized to act on behalf of the corporation, partnership, or limited liability company seeking bankruptcy relief in this case, I hereby request relief as, or on behalf of, the debtor in accordance with the Chapter of Title 11, United States Code, specified in the petition to be filed electronically in this case. I have read the information provided in the petition and in the lists of creditors to be filed electronically in this case and I hereby declare under penalty of perjury that the information provided therein, is true and correct. I understand that this Declaration is to be filed with the Bankruptcy Court within seven (7) business days after the petition and lists of creditors have been filed electronically.

[Check only if Chapter 7 individual debtor(s) whose debts are primarily consumer debts]

- I am an individual whose debts are primarily consumer debts and who has chosen to file under Chapter 7. I am aware that I may proceed under Chapter 7, 11, 12, or 13 of Title 11, United States Code, understand the relief available under each Chapter, and choose to proceed under Chapter 7.

[Check only if debtor is a corporation, partnership or limited liability company]

- I hereby further declare under penalty of perjury that I have been authorized to file the petition, lists, statements and schedules on behalf of the debtor in this case.

Date: April 30, 2015

Signature: _____

R. Kelly Plato
Chief Financial Officer

PART II – DECLARATION OF ATTORNEY

I declare *under penalty of perjury* that (1) I will give the debtor(s) a copy of all documents referenced by Part I herein which are filed with the United States Bankruptcy Court; and (2) I have informed the debtor(s), if an individual with primarily consumer debts, that he or she may proceed under Chapter 7, 11, 12, or 13 of Title 11, United States Code, and have explained the relief available under each such chapter.

Date: April 30, 2015

Signature:

Tom A. Howley
One of the Debtor's Attorneys